

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**In re** : **Chapter 11 Case No.**  
 :  
**LEHMAN BROTHERS HOLDINGS INC., et al.,** : **08-13555 (JMP)**  
 :  
**Debtors.** : **(Jointly Administered)**  
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**STIPULATION AND ORDER RESOLVING OBJECTION TO CLAIM**

Lehman Brothers Holdings Inc. (“LBHI”), as Plan Administrator under the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and Its Affiliated Debtors (the “Plan”) for LBHI, and Andorra Banc Agricol REIG, S.A. (the “Claimant” and together with LBHI, the “Parties”), hereby stipulate and agree as follows:

**RECITALS**

A. On September 15, 2008, LBHI filed a voluntary petition under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”).

B. On November 2, 2009, Claimant filed proof of claim number 63849 against LBHI (the “Claim”) in the Bankruptcy Court.

C. On December 7, 2012, LBHI filed the Three Hundred Seventy-Eighth Omnibus Objection to Claims (No Liability Claims) [ECF No. 32651] (the “Objection”), seeking to disallow and expunge, inter alia, all portions of the Claim that relate to the security identified by ISIN XS0229269856, whether liquidated, unliquidated, or undetermined (such portions, collectively, the “No Liability Claim”).

D. On January 24, 2013, Claimant filed a response to the Objection [ECF No. 34181] (the “Response”).

E. The Parties have agreed to resolve the Objection and the Response on the terms set forth below.

**AGREEMENT**

1. This Stipulation and Order shall become effective upon execution by all Parties and approval by the Bankruptcy Court (the “Stipulation Effective Date”).

2. Upon the Stipulation Effective Date: (a) the No Liability Claim shall be disallowed and expunged with prejudice; and (b) the Objection and Response shall be deemed resolved.

3. Nothing in this Stipulation and Order shall in any way affect any obligations or liability of any entity that is not a debtor in these chapter 11 cases or the right of any such entity to object to or defend against any assertion of such obligation or liability;

4. The Court-appointed claims agent shall modify the claims register to reflect the terms of this Stipulation and Order.

5. This Stipulation and Order contains the entire agreement between the Parties as to the subject matter hereof and supersedes all prior agreements and undertakings among the Parties relating thereto.

6. This Stipulation and Order may not be modified other than by signed writing executed by all Parties and delivered to each Party.

7. Each person who executes this Stipulation and Order represents that he or she is duly authorized to do so on behalf of the applicable Party and that each such Party has full knowledge of, and has consented to, this Stipulation and Order.

8. This Stipulation and Order may be executed in multiple counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same

instrument, and it shall constitute sufficient proof of this Stipulation and Order to present any copy, copies, or facsimiles signed by the Parties.

9. This Stipulation and Order shall inure to the benefit of, and shall be binding upon, the Parties and their respective successors, assignees, heirs, executors and administrators.

10. This Stipulation and Order shall be exclusively governed by and construed and enforced in accordance with the laws of the State of New York, without regard to its conflicts of law principles. The Bankruptcy Court shall have exclusive jurisdiction over any and all disputes arising out of or otherwise directly relating to this Stipulation and Order. Should the Bankruptcy Court abstain from exercising its jurisdiction or be found not to have jurisdiction over a matter directly relating to this Stipulation and Order, such matter shall be adjudicated in either the United States District Court for the Southern District of New York or a court of competent jurisdiction in the State of New York.

Dated: July 8, 2013

/s/ Garrett A. Fail

Garrett A. Fail

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Attorneys for  
Andorra Banc Agricol REIG, S.A.

**SO ORDERED:**

Dated: New York, New York  
July 17, 2013



/s/ James M. Peck

Honorable James M. Peck  
United States Bankruptcy Judge